

OFFICE USE ONLY (Document #)

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-09/03/95--01048--004
*****70.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The Spa And Pool Depot Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in☒ Pick up time

9-E 100

☒ ~~Hard~~ Copy

☐ Mail out☐ Will wait

Photocopy

☐ Certificate of Status

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

D. BROWN SEP - 8 1995

Examiner's Initials

ARTICLES OF INCORPORATION

ARTICLE I NAME

The name of the corporation shall be: THE SPA AND POOL DEPOT, INC.

ARTICLE II DURATION

This corporation shall exist in perpetuity.

ARTICLE III PURPOSE

General nature of the business and the object and purposes proposed to be transacted and carried on, are to do any and all of the things mentioned herein, as fully and to the same extent as natural persons might or could, viz: Engage in any business or activity permitted under the laws of the United States and the State of Florida, including but not limited to the following:

a: To take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise invest in and dispose of real estate and real property or any interest or rights therein without limit as to the amount; to do all things and engage in all activities necessary and proper or incidental to the business of investing in and developing real estate.

b: To sell at wholesale and retail and to deal in any manner whatsoever in all types and descriptions of property; to do all things and engage in all activities necessary and proper or incidental to the business of investing in and developing real estate.

c: To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature, whatsoever, including the building, rebuilding, alteration, repairing or improvement of house, factories, buildings, works, or erections of every kind and descriptions whatsoever, including sewers, bridges, wells, walls, canals, railroads or street railways, power plants and generally in all classes of building erections and works, both public and private, or integral parts thereof, and generally to do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting business and the work connected therewith.

d: To manufacture, buy, sell, trade and deal in all and every kind of material product, manufactured and unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials, including the quarrying of stone, to buy, acquire, hold, use employ, mortgage, convey, lease, and dispose of patent rights, letter, patent processes, devices, inventions, trademarks, formulas, goodwill, and other rights; to lend money on bonds secured by mortgage and real property and to make advances from time to time on bonds secured by mortgage for future advances on real estate, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

e: To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purposes of this business, and to purchase, acquire, erect and construct, make improvement of building or machinery, stores or works, insofar as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

f: To borrow or raise money for any purposes of the company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

g: To buy, sell, and generally trade in store, carry and transport all kinds of goods, wares, merchandise, provisions and supplies.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) per value common stock.

ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as many be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 4404 N.W. 67th Way
Coral Springs, FL. 33067 and the name of the initial registered agent of
this corporation at that address is ROBERT A. HARLEN

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws by shall never be less than one (1). The name and address of the initial directors of the corporation are:

ROBERT A. HARLEN
4404 N.W. 67th Way
Coral Springs FL 33067

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these articles is:

ROBERT A. HARLEN
4404 N.W. 67th Way
Coral Springs FL 33067

**ARTICLE IX
AMOUNT OF CAPITAL**

The amount of capital with which this corporation will begin business will not be less than five hundred dollars (\$500.00).

**ARTICLE X
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI
CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidates many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distribution such votes on the same principle among any number of such candidates.

**ARTICLE XII
APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholder of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XIII
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XIV
AMENDMENT**

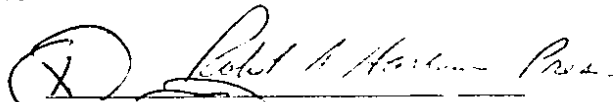
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XV
PRINCIPAL PLACE OF BUSINESS OF CORPORATION**

The principal place of business of the corporation is as follows:

THE SPA AND POOL DEPOT INC
3272 W. H. USBERO BLVD.
DEERFIELD BEACH FL. 33442

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 29th day of August, 1995.


ROBERT A. HARLAN
Subscriber


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

First -- That ^{THE SPANISH REEF DEPOT INC} desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation in the County of Broward, City of ~~DEERFIELD BEACH~~ ^{DEERFIELD BEACH} State of Florida has named ROBERT A. HARLEM ^{located at 4404 NW 61st Way} as its agent to accept service of process within this state. ^{LOCAL SPANISH REEF DEPOT 33067}

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping and open said office.

By:  Robert A. Harlem Pres.
ROBERT A. HARLEM
(Registered Agent)

FILED
JAN 11 1986
CLERK OF DISTRICT COURT
NORTH DAKOTA
JAN 11 1986

Law Offices of Comiter, P.A.

ATTORNEY AT LAW

Lloyd Alan Comiter*

* Member of District of Columbia Bar

3712 West Hillsboro Boulevard
Deerfield Beach, Florida 33442-9411
(954) 725-5003
Facsimile (954) 725-1303

September 27, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-10/01/96 - 01054 - 010
*****35.00 *****35.00

Re: The Spa and Pool Depot, Inc.

To whom it may concern:

Enclosed herein please find an original and one copy of the Articles of Amendment to Articles of Incorporation of The Spa and Pool Depot, Inc. I am also enclosing herein my Trust Account check payable to Florida Department of State in the sum of \$35.00 for the filing of the Amendment.

Please file the Amendment and forward a stamped copy to the undersigned using the self addressed stamped envelope I have enclosed herein.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Lloyd Comiter
Lloyd Comiter

LAC:aa
Enclosures
cc: Mr. Robert Harlem

96 SEP 30 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE SPA AND POOL DEPOT, INC.**

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE VII

This corporation shall have two (2) directors. The number of Directors may be increased from time-to-time, by By-Laws adopted by the Stockholders, but shall never be less than one (1).

The name and post-office address of the Officers and Directors of this corporation is:

ROBERT A. HARLEM
Director, President
3335 Pinewalk Drive North, Apt. 208
Margate, Florida 33063

PAMELA HARLEM
Director, Vice President, Secretary,
Treasurer
3335 Pinewalk Drive North, Apt. 208
Margate, Florida 33063

RECEIVED
96 SEP 30 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The date of adoption of this Amendment is September 8, 1996 and was approved by the Shareholders and the number of votes cast for the Amendment by shareholders was sufficient for approval of these Articles of Amendment.


ROBERT A. HARLEM
President

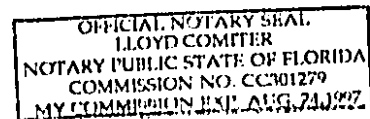
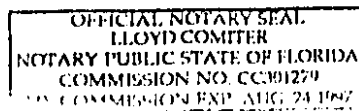
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared, ROBERT A. HARLEM, to me well known to be the person who executed the foregoing Articles of Amendment to Articles of Incorporation of The Spa And Pool Depot, Inc.

WITNESS, my hand and official seal in the State and County aforesaid this 27th day of
September 1996.

Lloyd Comiter
NOTARY PUBLIC
State of Florida

My Commission Expires:



P95000069372

HAROLD H. WEISMAN, P.A.
ATTORNEYS AT LAW

HAROLD H. WEISMAN
ALSO MEMBER OF MASSACHUSETTS BAR
WENDI H. WEISMAN
ANDREW W. WICZORICK

DELRAY SQUARE OFFICE
(407) 498-0017
BROWARD: (954) 428-4020
FAX: (407) 498-1148
ORIOLE PLAZA OFFICE
(407) 498-8444
BROWARD: (954) 428-3800
FAX: (407) 498-8702

PLEASE REPLY TO
DELRAY SQUARE OFFICE *X*
ORIOLE PLAZA OFFICE

January 31, 1997

Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Dissolution
The Spa and Pool Depot, Inc.

To whom it may concern:

Enclosed please find the check in the amount of \$35.00 to cover the fee for filing the Articles of Dissolution for The Spa and Pool Depot, Inc. Please send us a copy of the filed Articles of Dissolution in the enclosed self addressed stamped envelope provided for your convenience.

Thank you and if you have any questions, please do not hesitate to contact our office.

Very Truly Yours,
HAROLD H. WEISMAN, P.A.

Susan Wear

Susan Wear
Secretary

FILED
97FEB-3 PM 2:59
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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*****35.00 *****35.00

Dis
LFT

2-6-97

ARTICLES OF DISSOLUTION

FILED
97 FEB -3 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FIRST: The name of the corporation is:
THE SPA AND POOL DEPOT INC.

SECOND: The date dissolution was authorized: DECEMBER 31, 1996

THIRD: Adoption of Dissolution (check one)

X Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

 Dissolution was approved by vote of the shareholders through voting groups.
(The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve)

The number of votes cast for dissolution was sufficient for approval by N/A
voting group.

Signed this 22 day of JANUARY, 1997.

The Spa and Pool Depot, Inc.
(Corporate Name)

By: Robert Harlem, President
(Chairman or Vice Chairman of the Board,
President, or other officer)

Robert Harlem
(Typed or printed name)

President
(Title)